

**EXHIBIT H [Doc. 1-15]**  
**(Redacted Exhibit to Complaint)**

**Inspired Pursuits, LLC**  
 6300 Enterprise Ln  
 Madison, WI 53719  
[info@inspiredpursuitsllc.com](mailto:info@inspiredpursuitsllc.com)  
 608-217-3712

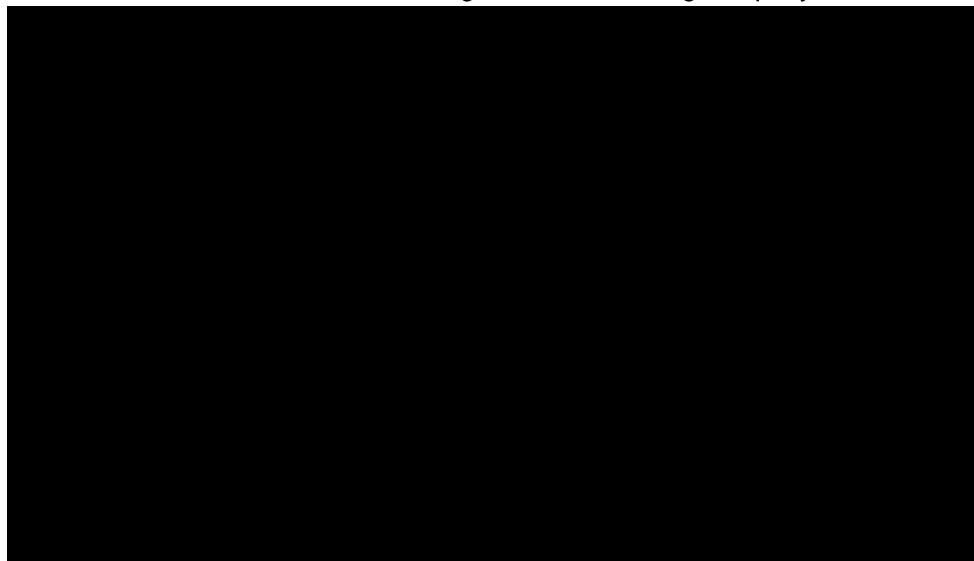
June 10, 2024

Mr. Stephen E. Kabakoff  
 Miller & Martin, PLLC  
 1180 W. Peachtree St., NW, Ste 2100  
 Atlanta, GA 30309-7706

Via Email at [stephen.kabakoff@millermartin.com](mailto:stephen.kabakoff@millermartin.com) and [Deloris.Lanus@millermartin.com](mailto:Deloris.Lanus@millermartin.com)

Dear Stephen:

Thank you for each piece of correspondence since your original May 23, 2024 letter to Qualtim, Inc. (Qaltim). As I am sure you are aware by now, I am one of the members and managers of the following company:



I am also one of the owners and managers of the following companies:



I am fully familiar with the vision, mission, goals and objectives of each of the companies I own and operate, which is a very important fiduciary responsibility. We find ourselves in a situation where the issues before us and how they will be

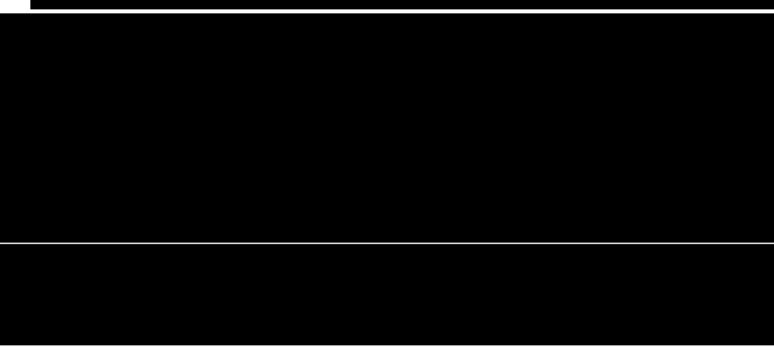
**EXHIBIT H**

managed, and potentially prosecuted, are now completely dependent upon the counsel that you provide to your client, and the acceptance of, hopefully, wise counsel. I am hopeful, yet remain heartbroken and cautious.

To date, I have not engaged legal counsel on behalf of Inspired Pursuits, LLC (IP-LLC) as we have not yet crossed the Rubicon with respect to my patience and management of issues present. I can assure you, however, that I will, with total focus and dedication, ensure that the best interests of IP-LLC are fully realized, in parallel with the best interests of all other companies I manage.

Having worked closely with the legal professional since 1983, I have often seen attorneys intensify disputes and create further disputes to keep generating billable hours. I do not know you, but we are soon to learn more about you and if your interest is money through escalation or the wise counsel of resolving issues based on facts derived from current direct evidence. My sincere hope is that I find another honest and ethical person. The best and final resolution is obvious.

Here is the oxymoron that needs to be addressed, and which makes no common sense:

1. If I need to hire an attorney to represent the best interests of IP-LLC to serve the full extent of its best interests and potential business value
2. 
- c. In addition, we will provide the needed counsel to DrJ Engineering, LLC (DrJ) and Center for Building Innovation (CBI) so that those businesses can assess and determine defamation and lost future business revenue damages that may be present.
3. Dan Holland's family will also be paying 100% of their legal fees to take action against Dan Holland's 50% interest in IP-LLC.
  - a. The end-result of this is that Dan Holland's family pays for legal fees for and against itself.

The flashing red-light question before everyone is:

All actions, by your client and anyone else for that matter, that are contrary to this vision and mission do not make sense.

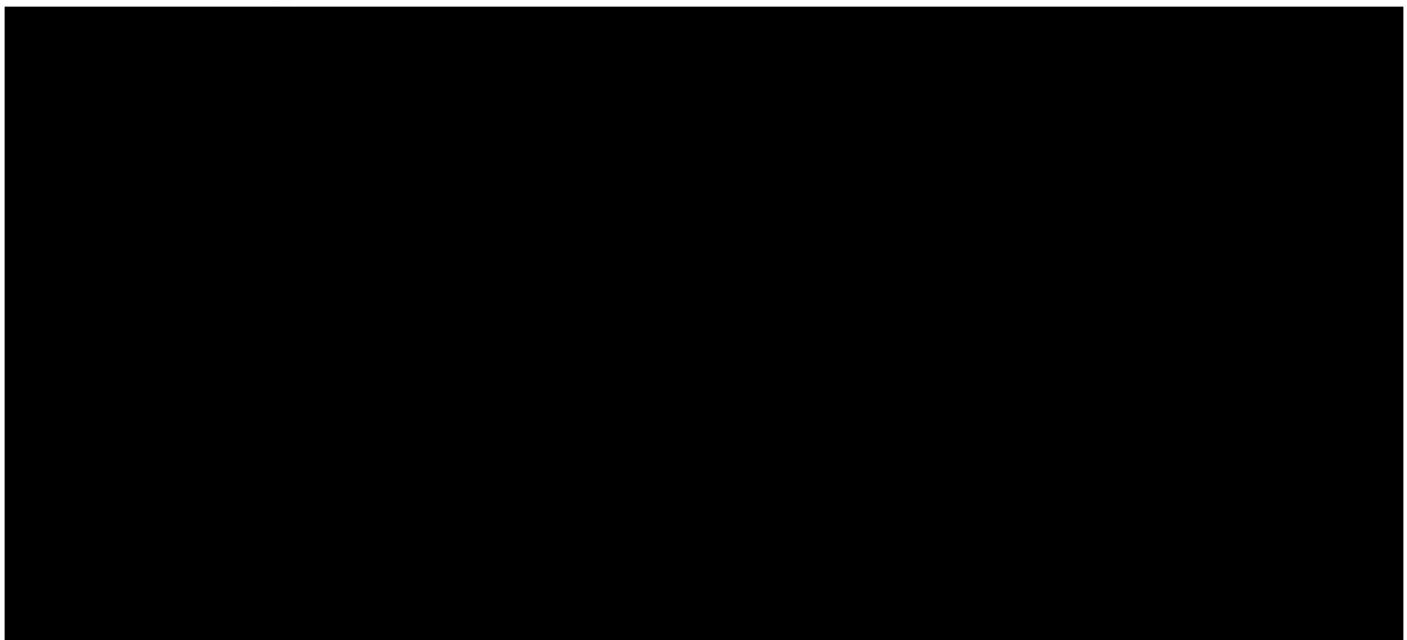
What I have said, and what will remain true, include but are not limited to the following items:

1. The stipulations I have made that are reiterated in Appendix A.
2. The demands made and actions to be taken as reiterated in Appendix B.
3. The demands made and actions to be taken as reiterated in Appendix C.
4. The demands made and actions to be taken as reiterated in Appendix D.
5. The demands made and actions to be taken as reiterated in Appendix E.

As you are also well aware, once a client misrepresents material facts to gain an individual and personal advantage with respect to one item, that action is very challenging to recover from, unless direct evidence can be provided to ensure that the representation can be rehabilitated.<sup>1</sup> Two such items exist as follows:



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May 23, 2024

**VIA FEDEX AND EMAIL**

Mr. Kirk Grundahl  
President and Owner  
Qualtim, Inc.  
6300 Enterprise Lane  
Madison, WI 53719

**RE: Paragon's Sole and Exclusive Ownership of Its Proprietary Truss Design Software and All Intellectual Property Rights Therein**

Dear Mr. Grundahl:

Our firm represents Paragon Component Systems, LLC ("Paragon"). We are in receipt of a memorandum dated March 22, 2024, entitled "Confidential Intellectual Property (IP) and/or Trade Secrets (TS)," that Paragon received from Qualtim (the "Memorandum"). This letter responds to the Memorandum on behalf of Paragon. We have carefully reviewed the Memorandum and its misplaced assertions of joint ownership relating to Paragon's proprietary truss-design software ("Paragon Truss Software"). In this response, we explain why, under governing intellectual property laws, Paragon is the sole and exclusive owner of all intellectual property rights in and to its Paragon Truss Software. We assume this letter fully resolves this issue so the parties may continue working productively together moving forward.

2. In the same vein as misrepresentation #1, a much more egregious item follows:

Paragon engaged Qualtim's engineering consulting services to verify the accuracy of Paragon's software by testing whether the software generated the correct truss-design outputs for a given set of inputs to the mathematical equations. Qualtim also proposed values of certain parameters for use in the set of mathematical equations in the Paragon Truss Software. Paragon paid Qualtim over \$500,000 for these consulting services. However, neither Qualtim's services of proposing default input parameters to use with the software's mathematical equations or verifying that the equations, as implemented in the Paragon Truss Software, generated accurate outputs, constitutes any form of intellectual property in or to the software itself. That is, Qualtim's engineering consulting services did not create any copyright, trademark, trade secret, or patent rights in the proprietary software that Paragon alone designed, wrote, developed, and refined.

There is no direct evidence that Qualtim was trying to assert "joint ownership relating to Paragon's proprietary truss-design software ("Paragon Truss Software") nor, in particular, that "Paragon paid Qualtim over \$500,000 for these consulting services."

This clearly has led your client to take actions to defame Qualtim/DrJ where that defamation, at the least, includes, but likely is not limited to Paragon staff (please review Appendix B). This, however, is a Qualtim/DrJ issue to tend to, not an IP-LLC issue. Therefore, this will be tended to with total focus and dedication in separate action, should wise counsel, as stated above, not prevail.

The key point of the foregoing is that if your client has no direct evidence of an assertion made through his legal counsel, and brazenly asserts a misrepresentation, where the misrepresentation can easily be proven with direct evidence, what other misrepresentations have been told and will continue to be told to advance your client's individual and personal interests.

[REDACTED]

Given all of this, if I have to hire legal counsel on behalf of IP-LLC, please know that this will be a very bad day for CCI, Paragon, Dan's family and your client individually as nothing good can come from this occurrence for your client, who is directly responsible for everything that has taken place since prior to and post your May 23, 2024 letter. In addition, all the facts surrounding every negative action taken by your client, with direct evidence substantiation, at the time of our choosing, will be transparently known to everyone ever associated with your client, now, and into the future.

[REDACTED]

[REDACTED] This success cannot be achieved if the significant damage to all past very positive relationships continues.

Please let me know, as soon as reasonably possible, and certainly, this decision does not need to take any longer than end of business on Tuesday June 11, 2024, if your client is going to continue to be an adversary to the success of IP-LLC. On the other hand, in the very positive alternative, if your client is going to take the positive action of being in the business of having a servant's heart toward realizing the best interests of CCI and IP-LLC. I sincerely hope it is the latter.

Respectfully,

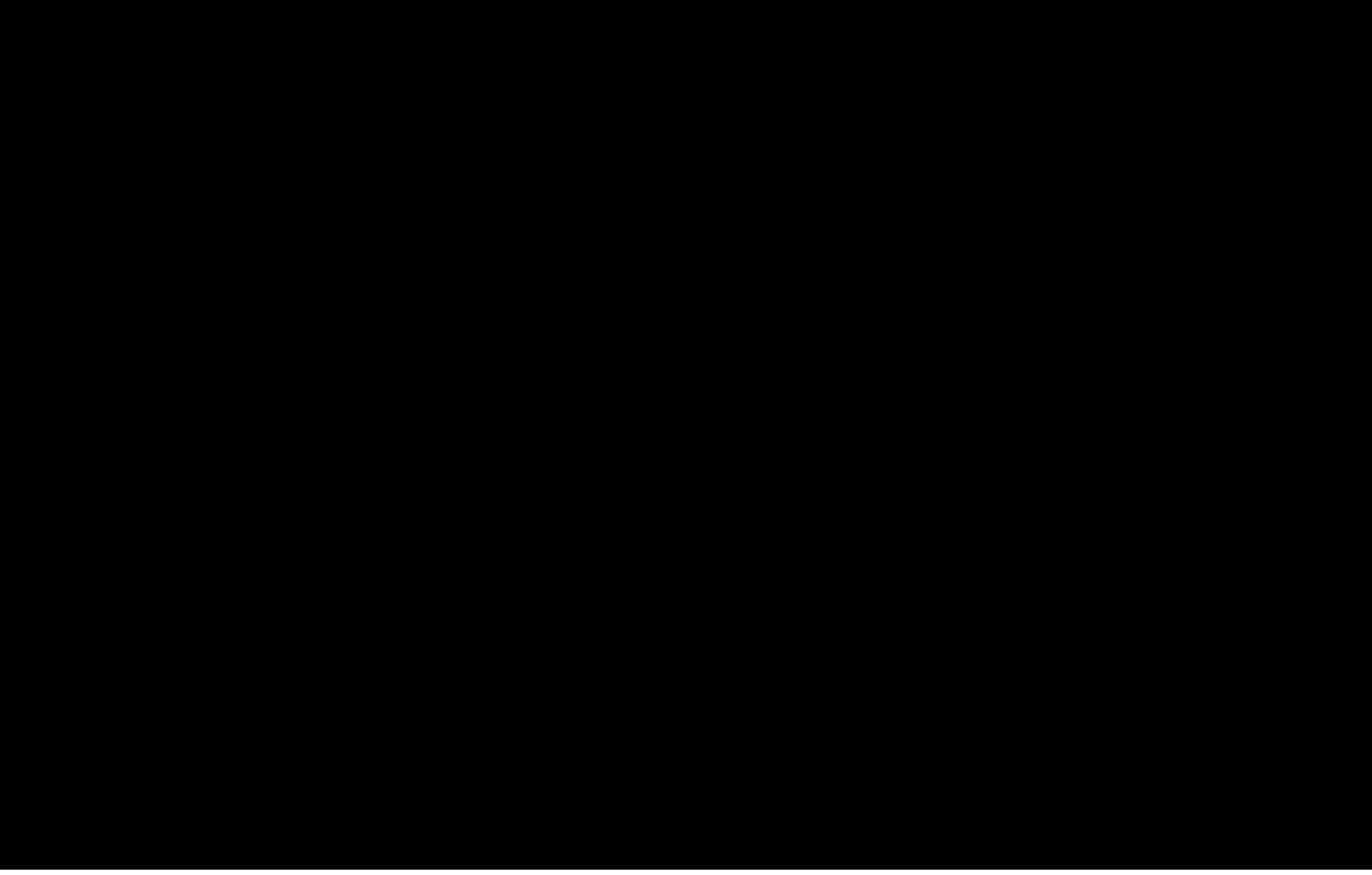


Kirk Grundahl  
Manager  
608-217-3713

PS Please note that nothing contained in this letter, nor any act or omission to act by IP-LLC is intended or should be deemed a waiver or modification of any rights or remedies that IP-LLC may have at law or in equity, and all such rights are expressly reserved.

## Appendix A

I'll do my best to provide clarity with respect to known facts pursuant to all past communication, your current email, and all future communication regarding this subject in as concise a list as possible:



## Appendix B

Given all the facts provided above, here are two possible paths forward, one healing and one destructive:

### Path #1

1. Restore the mission of creating the unique [REDACTED] was intended to accrue to the exclusive benefit of the sales of CCI's truss, wall panel, and component manufacturing business and DrJ's engineering business through Paragon's math and data processing skill set.
2. [REDACTED]
3. Given the unilateral decision that resulted in the "John Holland-M&M" letter, and as a good faith team restoration action, **by 5 pm CDT on May 29**, Paragon shall:
  - a. Restore all of DrJ's access to everything that Paragon has prevented DrJ from accessing, including but not limited to ~~all Paragon software functionality~~, the Paragon Slack channel, action taken per the following emails, etc.

[REDACTED]

[REDACTED]

f. John will inform, in writing and/or verbally in a voice message or video, all the details with respect to any communication he has had with Paragon staff regarding the relationship with DrJ and/or Qualtim.

- Based upon obtaining a full and complete set of written, verbal, and recorded information, [REDACTED] will take all action needed to serve the best interests of [REDACTED]

g. John will inform, in writing and/or verbally in a voice message or video, all the details with respect to any communication and/or agreements he has had with any other people (i.e., including but not limited to at the Virginia Tech short course, SBCA members, SBCA employees, etc.) regarding:

- The relationship between Paragon and DrJ,
- Any business relationship with Paragon, in any form or manner, which has the potential to harm Qualtim, IP-LLC, and CCI.
  - Based upon obtaining a full and complete set of written, verbal, and recorded information, IP-LLC will determine the strategic and tactical consequences of these communications and determine a path forward that is in IP-LLC, Qualtim and CCI's best interest.

- h. The Truss Pal website content shall be preserved and a website address will be created to redirect folks to a new website that will be constructed under the direction of IP-LLC.
- 4. By 5 pm CDT on May 30, John and Paragon staff shall define, in writing and/or verbally in a voice message or video, how Paragon will deliver all [REDACTED] in a manner that maintains its full and complete functionality as well as allows [REDACTED]

[REDACTED]

- 5. If any part of items 3 or 4 above are not possible to do by May 29 and May 30, John shall so state in precise language why and provide a step-by-step plan of action to implement Path #1 and to protect the best interests of IP-LLC, Qualtim and CCI. This plan shall be communicated to Jill Zimmerman at ops@qualtim.com and Keith Hershey at khershey@qualtim.com

## Appendix C

### **Actions to be taken by an Officer of the Court**

As you know, in a manner similar to professional engineers, attorneys have legal and ethical obligations. Therefore, given our past professional requests, which have been completely ignored by your client, sincere consideration and action as appropriate should take place with respect to the following items:

1. Ensure your client understands and communicates to each Paragon staff member that Paragon is not an engineering company.
  - a. In addition, each Paragon staff member shall understand and shall take all future action in conformance with all professional engineering laws.
2. If your client needs professional engineering assistance, your client or any of their staff need to contact IP-LLC to gain professional management direction as it relates to anything engineering-oriented, including but not limited to; professional engineering, truss design, Truss Design Drawings, Truss Placement Diagrams, truss design engineering, etc.
3. Ensure your client and each Paragon staff member fully understands the following words and concepts:
  - a. Any person or business shall not:
    - i. Practice engineering unless the person or business is licensed.
    - ii. Use any drawings, specifications, plans, reports, documents, or software designs that were not under a professional engineer's responsible supervision, direction, or control.
    - iii. Advertise engineering related goods or services in a manner that is fraudulent, false, deceptive, or misleading in form or content as it relates to any type of engineering.
    - iv. Aid or abet the unlawful practice of engineering by any person or firm.
    - v. Use facts, data, or information without consent of the owner of the intellectual property except as authorized or required by law.
    - vi. Disclose confidential information concerning the business affairs or technical processes of any present or former client, employer, or business with whom they have a relationship.
  - b. Engineers having knowledge of any alleged violation of this Code shall report to the appropriate professional bodies and/or public authorities and cooperate with the proper authorities in furnishing such information or assistance as may be required.
  - c. As mentioned, DrJ Engineering, LLC (DrJ) has brought all pertinent information to the attention of your client.
    - i. No action, that I am aware of, has been taken to ensure your client and/or Paragon staff are not acting in violation of engineering laws.

4. The same considerations and action requests can be made so that the Federal Trade Commission truth in advertising laws are not violated.

Since time is likely of the essence and this should not be a difficult activity, I presume that this can be accomplished by the Tuesday June 4, 2024 at 12:00 pm CDT. Once completed, please provide back to me, in writing, each of the specific actions your client has taken to ensure each Paragon staff member has been informed of this, and Paragon has a written agreement between each staff member and your client (i.e., email, Slack message, etc.) that they have read, understand and will fully comply.

#### Appendix D

The engineering topic is important to resolve quickly based upon the damage that has been and will continue to be done to confidential strategy and tactics.

As a professional engineer who owns and manages an appropriately organized and licensed engineering company, I will address the blue font item above as follows:

services?

3. Similar to an attorney being investigated by the "State Bar," if Paragon/Truss Pal were investigated by any of the professional engineering boards of each jurisdiction that has access to their website, ignorance of engineering law will not be a viable defense.
  - a. To review and understand engineering regulations, here are two website locations to visit:
    - i. <https://www.nspe.org/resources/licensure/licensing-boards>
    - ii. <https://ncces.org/about/member-licensing-board-directory/>
  - b. Engineering law for each state can be found easily.
    - i. If your client has not undertaken the needed engineering law evaluation so that all actions your client has taken are assured to be in compliance with all engineering regulations, then there is a good amount of detailed investigation and analysis work yet to be performed by your client.
4. If this is not addressed, based on the concerns expressed previously and above, I have a professional engineering obligation to ask each professional engineering board to investigate Paragon/Truss Pal to determine if there are violations.
  - a. "Engineers having knowledge of any alleged violation of engineering regulations shall report to the appropriate professional bodies and/or public authorities and cooperate with the proper authorities in furnishing such information or assistance as may be required."
5. Finally, Seth Duncan purports to have structural engineering expertise, as he provides "wood truss design and analysis information," and structural engineering counsel for a publication specifically read by structural engineers called STRUCTURE magazine. Please review Exhibit 1. If he does not have structural engineering expertise, this likely should be fully disclosed to the magazine editors so that they and Paragon/Truss Pal can undertake the necessary "duty to inform" the structural engineering community of any needed updates to the article and all truth in advertising disclosures.
  - a. Please also let me know when that has been done as, again, professional engineering obligations have to always be taken very seriously.

#### Appendix E

I just, in the last 2-days, learned of recent actions, taken unilaterally by your client, which resulted in [Exhibit D](#) [REDACTED] [REDACTED] did NOT give his approval for Paragon to take this unilateral action, given:

a. Ironically, this directly harms Dan's family's best interests, as well.

Immediate retraction by Paragon from this competition is essential.

Furthermore, any Paragon interactions with SBCA, Virginia Tech, NCSEA and any other public forums, similar to these, should be immediately curtailed, particularly given your client's lack of understanding of the strategies that were and are being deployed to foster CCI, DrJ and IP-LLC sales success.

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<sup>1</sup> <https://www.dictionary.com/browse/misrepresent> --to represent incorrectly, improperly, or falsely; <https://www.dictionary.com/browse/dishonest> -- proceeding from or exhibiting lack of honesty; fraudulent; <https://www.dictionary.com/browse/fraud> – deceit, trickery, sharp practice, or breach of confidence, perpetrated for profit or to gain some unfair or dishonest advantage.